

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE

In re:

iMedia Brands, Inc., *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 23-10852 (KBO)

(Jointly Administered)

**Ref. Docket No. 241**

**CERTIFICATION OF COUNSEL REGARDING DEBTORS' APPLICATION FOR  
ENTRY OF AN ORDER (A) AUTHORIZING THE RETENTION AND EMPLOYMENT  
OF LINCOLN PARTNERS ADVISORS LLC AS INVESTMENT BANKER FOR THE  
DEBTORS AND DEBTORS IN POSSESSION, PURSUANT TO 11 U.S.C. §§ 327(A) AND  
328, *NUNC PRO TUNC* TO THE PETITION DATE, (B) WAIVING CERTAIN  
REQUIREMENTS IMPOSED  
BY LOCAL RULE 2016-2, AND (C) GRANTING RELATED RELIEF**

The undersigned counsel hereby certifies that:

1. On July 24, 2023, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed the *Application for Entry of an Order (A) Authorizing the Retention and Employment of Lincoln Partners Advisors LLC as Investment Banker for the Debtors and Debtors in Possession, Pursuant to 11 U.S.C. §§ 327(a) and 328, Nunc Pro Tunc to the Petition Date, (B) Waiving Certain Requirements Imposed By Local Rule 2016-2, and (C) Granting Related Relief* [Docket No. 241] (the “Application”).

2. Pursuant to the Notice filed with the Application, objections to entry of an order granting the Application were due no later than August 8, 2023, and extended to August 11, 2023 for the Official Committee of Unsecured Creditors (the “Committee”).

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number are: ValueVision Media Acquisitions, Inc. (8670); iMedia Brands, Inc. (3770); ValueVision Interactive, Inc. (8730); Portal Acquisition Company (3403); VVI Fulfillment Center, Inc. (5552); ValueVision Retail Inc. (2155); JWH Acquisition Company (3109); PW Acquisition Company, LLC (0154); EP Properties, LLC (3951); FL Acquisition Company (3026); Norwell Television, LLC (6011); and 867 Grand Avenue, LLC (2642). The Debtors’ service address is 6740 Shady Oak Road, Eden Prairie, MN 55344-3433.

3. On August 11, 2023, the Committee filed its *Limited Objection of the Official Committee of Unsecured Creditors to Debtors' Application for Entry of an Order (A) Authorizing the Retention and Employment of Lincoln Partners Advisors LLC as Investment Banker For the Debtors and Debtors In Possession, Pursuant to 11 U.S.C. §§ 327(A) and 328, Nunc Pro Tunc to the Petition Date, (B) Waiving Certain Requirements Imposed By Local Rule 2016-2, And (C) Granting Related Relief* [Docket No. 443]. The Debtors also received informal comments to the Application from the Office of the United States Trustee (“UST”).

4. On August 15, 2023, the Court held a hearing on the Application (the “Hearing”). At the conclusion of the Hearing, the Court indicated its approval of the Application, subject to submission of a revised proposed order as discussed on the record of the Hearing.

5. Attached hereto as **Exhibit A** is a revised proposed form of order approving the Application (the “Proposed Order”).

6. A blacklined copy of the Proposed Order is attached hereto as **Exhibit B**, showing changes from the proposed form of order filed with the Application.

7. The UST and Committee have no objection to entry of the Proposed Order.

Accordingly, the Debtors request that the Proposed Order attached hereto as **Exhibit A** be entered at the Court's earliest convenience.

Dated: August 16, 2023

**PACHULSKI STANG ZIEHL & JONES LLP**

/s/ Laura Davis Jones

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